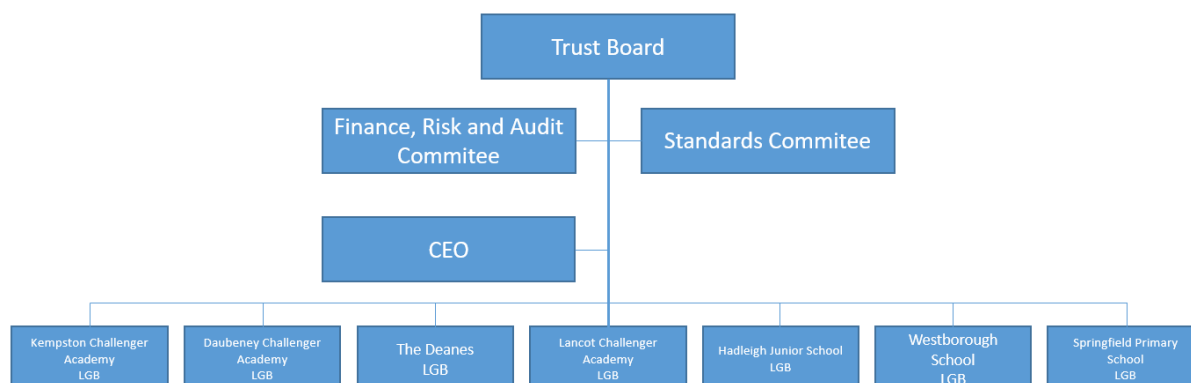


Challenger Multi Academy Trust (CMAT) Governance Structure

The current Governance Structure with Challenger Multi Academy Trust is as follows:



The arrangements for governance within Challenger Multi Academy Trust are set out in the scheme of delegation

[Insert link](#)

The Trust is a company limited by guarantee and an exempt charity. The functions of the Trust are discharged by its various boards, committees and key posts. In summary these are:

1. Members

As charitable companies limited by guarantee every trust has members who have a similar role to the shareholders of a company limited by shares. They:

- are the subscribers to the Trust’s memorandum of association (where they are founding members)
- may amend the articles of association (the articles include a definition of the Trust’s charitable objects and governance structure) subject to any restrictions in the articles or in the Trust’s funding agreement or charity law
- have powers to appoint and remove trustees in certain circumstances
- appoint the Trust’s auditors and receive the trust’s audited annual accounts (subject to the Companies Act).

As responsibility to conduct the business of the trust in accordance with company and charity law, sits with the Trustees, members are ‘eyes on and hands off’ and avoid compromising the Board’s discretion in exercising its responsibilities. However, if the governance of the Trust by the Board of Trustees becomes dysfunctional the Members will have a strong interest in ensuring the Board has sufficient plans to address the issues.

The current Members are:

Name	Date of appointment	Interest
Challenger Trust	17 October 2014	
Sally Dicketts	28 February 2019	Activate Learning Group Activate Learning Education Trust

		St Helens and St Katherines School – Governor Education Training Foundation
Frank Green	on appointment as Chair	Challenger Trust - Member Shoreline Enterprise Leigh Academies Trust - Vice Chair Brooke Weston Academies Trust – member of Standards Committee United Learning Trust – Chair of IEB for Castle View Academy Stationer Company (livery Company) – Freeman Attwood Academies Trust - Trustee
Jeremy Parrish	28 February 2017	Julius Baer International – Non-Executive Director Crown Agents Bank – Chair Buckhurst Lane Associates – Owner Crown Agents Investment Management - Chair Raphaels Bank – Chairman Anglo Gulf Trade Bank - Chair, the latter being incorporated in Abu Dhabi, UAE.

Members resigning in the last 12 months are:

Name	Date of appointment	Interest
Katherine Gardiner	1 September 2017 Resigned 25.7.18	Contour Education Services Limited
Charlie Rigby	17 October 2014 Resigned 14.3.18	Challenger Trust Contour Education Services Icarus Trust
Martin Smout	17 October 2014 Resigned 28 February 2019	Salcombe Yacht Club - Director

2. Trustees

The Board of Trustees manages the business of the academy trust and should focus strongly on the three core functions of governance:

- ensuring clarity of vision, ethos and strategic direction
- holding executive leaders to account for the educational performance of the organisation and its pupils, and the performance management of staff
- overseeing the financial performance of the organisation and making sure its money is well spent.

The Trustees must ensure compliance with the Trust’s charitable objects and with company and charity law, and adherence to the Trust’s funding agreement with the Secretary of State for Education.

The Trustees are also company directors for CMAT.

The Board can delegate tasks to committees and individuals but is always accountable for these tasks.

The current Trustees are:

Name	Date of appointment	Resignation	Appointed By	Interest
Stephen Chamberlain (CEO)	5 November 2015		Ex Officio	Employed by CMAT, Astrea Trust Member Myland Primary School – Governor Pop Up Foundation
Frank Green,CBE (Chair)	19 April 2018		Challenger Trust	Challenger Trust - Member Shoreline Enterprise Leigh Academies Trust - Vice Chair Brooke Weston Academies Trust – member of Standards Committee United Learning Trust – Chair of IEB for Castle View Academy Stationer Company (livery Company) – Freeman Attwood Academies Trust - Trustee
Peter Knell	17 April 2015		Co Opted	Wells Cathedral School Bursar Broadmayne School - Governor
Sarah Brown	9 January 2019		Challenger Trust	A2B Consultancy Services Limited – Director A2B Consultancy Services Limited – Spouse is a Director Bright Tribe Trust - Trustee
John Revill	9 January 2019		Challenger Trust	USP College – Employee ITEC Learning Technologies Limited – Board Member Glenwood School – Co Opted Governor The Deanes Academy – Chair of Local Governing Body
Zarna Banerjee	31 January 2019		Challenger Trust	ZEN Squared Limited – Director and Owner EURO Management Limited – Director Owner

Trustees resigning in the last 12 Months:

Name	Date of appointment	Resignation	Appointed By	Interest
Sally Dicketts	1 September 2017	28 February 2019	Challenger Trust	Activate Learning Group Activate Learning Education Trust St Helens and St Katherines School – Governor Education Training Foundation
Andrew Urbanek	1 November 2017	31 December 2018	Challenger Trust	Justice of the Peace
Martin Smout	17 October 2014	13 September 2018	Members	Salcombe Yacht Club - Director
Charlie Rigby	17 October 2014	14 March 2018	Members	Challenger Trust Contour Education Services Icarus Trust

3. The Board of Trustees

The CMAT Trustees, acting as a board, are permitted to exercise all the powers of the academy trust. The trustees delegate certain governance functions and details of these delegations are set out below.

The Trust must review its delegations at least annually and can have different delegations for each academy within the Trust depending on its circumstances.

4. CMAT Committees

The Board has established two committees to support and inform the overall work of the Board. The two committees are:

- Standards
- Finance, Risk and Audit

5. Local Governing Bodies(LGB)

Each academy has a Local Governing Body

CMAT Trustee Attendance 2017 -18

Board

	28.9.17	9.11.17	14.12.17	15.3.18	26.4.18	14.6.18	25.7.18
Stephen Chamberlain	✓	✓	✓	✓	✓	✓	✓
Sally Dicketts	Apol	Apol	Apol	Apol	Apol	Apol	✓
Frank Green					✓	✓	✓

Andrew Johnston	✓	✓					
Peter Knell	Apol	✓	✓	✓	✓	✓	✓
Charlie Rigby	Apol	✓	✓				
Martin Smout	✓	✓	✓	✓	✓	Apol	Apol
Andrew Urbanek		✓	✓	✓	✓	✓	Apol

Finance Risk and Audit Committee

	9.11.17	14.12.17	15.3.18
Stephen Chamberlain	✓	✓	✓
Andrew Johnston	✓		
Peter Knell	✓	✓	✓
Martin Smout	✓	✓	✓
Andrew Urbanek	✓	✓	✓

Standards Committee

	9.11.17	15.3.18	26.4.18
Stephen Chamberlain	✓	✓	✓
Sally Dicketts	Apol	Apol	Apol
Frank Green			✓
Andrew Johnston	✓		
Peter Knell		✓	
Martin Smout	✓	✓	✓
Andrew Urbanek		✓	✓

A shaded cell indicates that the Trustee was not in office or not a member of the committee

6. Chief Executive Officer (CEO)

The CEO has overall responsibility for all operational matters with CMAT and delivering its strategic objectives as he agreed by the Board. The CEO is directly accountable to the Board and is also the Accounting Officer for the Trust.

Headteachers, as the lead professional in each academy, are responsible for the day to day management of their academy. They report to and are held to account by the LGB for the academy.